

LAX & NEVILLE LLP

350 Fifth Avenue, Suite 4640

New York, New York 10018

Telephone: (212) 696-1999

Facsimile: (212) 566-4531

Barry R. Lax, Esq.

Brian J. Neville, Esq.

Attorneys for Defendants

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES, LLC,

Defendant.

-----X

In re:

BERNARD L. MADOFF,

Debtor.

-----X

IRVING H. PICARD, Trustee for the Substantively
Consolidated SIPA Liquidation of Bernard L. Madoff
Investment Securities LLC and Bernard L. Madoff

Plaintiff,

v.

FAIRFIELD PAGMA ASSOCIATES, LP, a New York
York limited partnership, SEYMOUR KLEINMAN,
ESTATE OF MARJORIE KLEINMAN aka MARJORIE
HELENE KLEINMAN, BONNIE JOYCE KANSLER,
as executor, FAIRFOX, LLC, a New York limited liability
company, and SEYFAIR, LLC, a New York limited
liability company,

Defendants.

-----X

SIPA LIQUIDATION

No. 08-01789 (CGM)

Adv. Pro. No. 10-05169

**DECLARATION OF ADAM
KANSLER**

I, Adam Kansler, hereby declare under penalty of perjury, as follows:

1. My mother, Bonnie Kansler, is a named defendant in this adversary proceeding in her capacity as executor of the estate of my grandmother, Marjorie Kleinman. My great uncle, Seymour Kleinman, remains a named defendant in this proceeding despite his passing more than six years ago. I make this declaration in opposition to the motion for summary judgment filed by Irving H. Picard, as trustee ("Trustee"), for the substantively consolidated liquidation of Bernard L. Madoff Investment Securities LLC and the estate of Bernard L. Madoff. I make this declaration based on personal knowledge. I am fully familiar with the facts set forth herein.

2. From September 1993 through July 2009 I was a law clerk, associate and then partner at the law firm of Proskauer Rose LLP.

3. In 2003 and 2004 I reviewed the limited partnership agreement and other corporate records for defendant Fairfield Pagma Associates, LP ("Fairfield Pagma"). At that time, my grandmother, Marjorie Kleinman, and my great uncle, Seymour Kleinman, were the general partners of Fairfield Pagma. Following my review of the Fairfield Pagma records, Seymour Kleinman and Marjorie Kleinman decided to withdraw as general partners and be replaced as general partners by separate legal entities.

4. In late 2004, in furtherance of the substitution of Fairfield Pagma's general partners, I prepared formation documents, including Articles of Organization, for Seyfair LLC ("Seyfair") and Fairfox LLC ("Fairfox") and arranged for their filing. True and correct copies of the file stamped documents confirming the formation of Seyfair and Fairfox on December 13, 2004 are attached hereto as Exhibit A. The sole purpose of Seyfair and Fairfox from their initial organization and throughout their existence was to serve as general partners of Fairfield Pagma.

5. At or around that same period in 2004, in furtherance of the substitution of Fairfield Pagma's general partners, I prepared operating agreements for Seyfair and Fairfox, true and correct copies of which are attached hereto as Exhibit B.

6. Seyfair's Operating Agreement provides that Seymour Kleinman contributed 100% of his general partnership interest in Fairfield Pagma (\$35,000) to Seyfair in exchange for 100% of the ownership interest in Seyfair. Seyfair's Operating Agreement further provides that Ronni Leo and Debra Weiner each were assigned .01% membership interests, leaving Seymour Kleinman as 99.98% owner.

7. Fairfox's Operating Agreement provides that Marjorie Kleinman contributed 100% of her general partnership interest in Fairfield Pagma (\$50,000) to Fairfox in exchange for 100% of the ownership interest in Fairfox. Fairfox's Operating Agreement further provides that Abraham Kleinman, Bonnie Kansler and Dale Kleinman each were assigned .01% membership interests, leaving Marjorie Kleinman as 99.97% owner.

8. Seyfair and Fairfox were the only holders of general partner interests in Fairfield Pagma following the formation of Seyfair and Fairfox.

9. The tax returns filed by Fairfield Pagma in 2005 reflect that the individuals (Seymour Kleinman and Marjorie Kleinman) each withdrew as general partners their capital investments in Fairfield Pagma and, in that same year, Seyfair and Fairfox each contributed their initial capital to Fairfield Pagma as the new general partners.

10. Seyfair and Fairfox remained the sole general partners of Fairfield Pagma from 2005 until its dissolution following the collapse of Bernard L. Madoff Investment Securities LLC and the arrest of Bernard L. Madoff.

11. I am aware that the Trustee has alleged Seymour Kleinman and Marjorie Kleinman were general partners of Fairfield Pagma between December 11, 2006 and December 11,

2008. *See* Pl. Memo of Law, pp. 2, 37. This is false. Seymour Kleinman and Marjorie Kleinman were not general partners of Fairfield Pagma at any time from December 11, 2006 to December 11, 2008.

Dated: December 22, 2021
New York, New York

Respectfully submitted,

A handwritten signature in dark ink, appearing to read 'Adam Kansler', written over a horizontal line.

Adam Kansler